

**TENNESSEE VALLEY AUTHORITY
AMENDED NOTICE OF PUBLIC AUCTION**

**YELLOW CREEK PORT INDUSTRIAL PARK
TVA TRACT NO. Xyecr-16**

WHEREAS, TVA signed a Notice of Public Auction Sale on June 28, 2007, which gave notice that the Tennessee Valley Authority ("TVA") Board of Directors has approved the sale by TVA, as legal agent of the United States of America ("USA") of a tract of land, appurtenant rights, and a metal building, (collectively "the Property") as defined and described therein, at public auction in accordance with the Terms of Public Auction contained in Exhibit A, which is attached thereto and made a part thereof; and

WHEREAS, the fourth paragraph of said Exhibit A states that the sale will be held at the Tishomingo County Courthouse on July 17, 2007, at 10:00 a.m. CDT.

WHEREAS, the sixth paragraph of said Exhibit A states that in order to qualify to bid, TVA must receive no later than 12 noon, EDT, on July 14, 2007, a letter of intent to bid and credentials, satisfactory to TVA, in its sole discretion, evidencing the ability to close the sale. Prospective bidders who fail to qualify will be notified prior to the auction.

NOW THEREFORE, notice is hereby given that TVA, as legal agent of the USA, hereby amends said fourth paragraph of said Exhibit A to read as follows:

The sale will be held at the Tishomingo County Courthouse on August 7, 2007, at 10:00 a.m., CDT.

FURTHERMORE, TVA, as legal agent of the USA, hereby amends said sixth paragraph of said Exhibit A to read as follows:

In order to qualify to bid, TVA must receive no later than 12 noon, EDT, on August 3, 2007, a letter of intent to bid and credentials, satisfactory to TVA, in its sole discretion, evidencing the ability to close the sale. Prospective bidders who fail to qualify will be notified prior to the auction.

Signed this 12th day of July, 2007.

TENNESSEE VALLEY AUTHORITY
legal agent of the
UNITED STATES OF AMERICA



JOEL E. WILLIAMS
Manager, Realty Services

EXHIBIT A

TENNESSEE VALLEY AUTHORITY NOTICE OF PUBLIC AUCTION YELLOW CREEK PORT INDUSTRIAL PARK TVA TRACT NO. XYECR-16

WHEREAS, in accordance with Section 31 of the Tennessee Valley Authority ("TVA") Act of 1933, as amended, the TVA Board of Directors has approved the sale of a tract of land containing 17.70 acres, more or less, (the "Land") located in the Yellow Creek Port Industrial Park in Tishomingo County, Mississippi, specifically described in Exhibit B and shown on Exhibit C, both of which are attached hereto and made a part hereof, and identified in the TVA land records as TVA Tract No. XYECR-16. The land is improved with a metal building containing about 31,500 square feet (the "Building"); and

WHEREAS, the following rights will be sold as an appurtenance to the Land:

the right to enter to construct, operate, maintain and use at locations and in accordance with plans approved in advance by TVA: 1) water-use facilities and other equipment or improvements on and over the adjoining land lying between the lakeward boundary of the Land and the adjacent waters of the lake and in an on such waters, provided however, any such facilities, equipment, and improvements subject to flood damage must be flood-proofed; and 2) the further right of suitable ingress and egress over said adjoining land to and from the waters of the lake and to and from all facilities, equipment, or improvements maintained in, on or over said land or waters pursuant to the rights herein granted, all upon the express condition that said rights shall be subject to and shall not in any way interfere with TVA's statutory program for river control and development, including, but not without limitation by reason of lack of specific enumeration, TVA's right to flood the land lying below the 423-foot contour elevation or to do anything which TVA deems necessary or desirable in the promotion of vector control, flood control, navigation, or other programs; and TVA shall not be liable for loss or damage resulting therefrom (the "Appurtenant Rights") (the Land, the Appurtenant Rights, the Building and any other improvements located on the Land, collectively the "Property").

NOW, THEREFORE, notice is hereby given that TVA, as legal agent of the United States of America, will sell the Property at public auction in accordance with the Terms of Public Auction contained in Exhibit A, which is attached hereto and made a part hereof.

The sale will be held at the Tishomingo County Courthouse on July 17, 2007, at 10:00 a.m., CDT.

The Property will be sold to the qualified bidder offering the highest bid for cash (certified cashier's check or wire transfer of immediately available funds accepted).

In order to qualify to bid, TVA must receive, no later than 12 noon, EDT, on July 14, 2007, a letter of intent to bid and credentials, satisfactory to TVA, in its sole discretion, evidencing the ability to close the sale. Prospective bidders who fail to qualify will be notified prior to the auction.

The Property will be conveyed by Special Warranty Deed subject to such terms and conditions, covenants, restrictions, reservations, exceptions, and/or limitations as are specifically set forth in said Exhibit A and as may be announced on the day of the sale.

Signed this 28th day of June, 2007.

TENNESSEE VALLEY AUTHORITY
legal agent of the
UNITED STATES OF AMERICA


JOEL E. WILLIAMS, Manager, Realty Services

The Notice of Public Auction can be obtained on the TVA website at www.tva.gov/surplus/auctions.com.

For further information regarding the sale or to inspect the Property, contact:

William E. Wasdin, TVA Realty Services, SP3L-C, 1101 Market Street, Chattanooga, Tennessee 37402-2801.

Telephone: 423.751.8068 or Toll Free: 888.817.5201

Fax: 423-751-9450 wewasdin@tva.gov

EXHIBIT A
TO
TENNESSEE VALLEY AUTHORITY
NOTICE OF PUBLIC AUCTION

YELLOW CREEK PORT INDUSTRIAL PARK
TVA TRACT NO. Xyecr-16

TERMS OF PUBLIC AUCTION

In case of dispute, the decision of the auctioneer will govern.

The Tennessee Valley Authority (sometimes hereinafter "TVA"), as legal agent of the United States of America, (sometimes hereinafter "Grantor"), reserves the right to reject any and all bids.

Fraudulent bidders may be subject to prosecution under applicable federal statutes.

In the absence of a dispute requiring the decision of the auctioneer, the sale is final and after the auction there will be no opportunity to raise the bid as permitted in court sales.

The minimum acceptable bid is \$649,300.00

The Property will be sold to the qualified bidder offering the highest bid for cash (certified cashier's check and wire transfer of immediately available funds accepted).

Upon close of the auction, the successful bidder (sometimes hereinafter "Purchaser" and sometimes hereinafter "Grantee") must make settlement with the clerk of the sale and at TVA's option either 1) accept delivery of the deed; or 2) sign an agreement of purchase and sale.

The Property is subject to a Grant of Easement dated September 18, 1997, of record in Book B-190, at pages 413-420, in the office of the Chancery Court Clerk of Tishomingo County, Mississippi (the "Easement"). Upon close of the auction, the Purchaser shall pay to TVA, which will in turn pay to the holder of the Easement the amount of FOUR HUNDRED TWENTY-FIVE THOUSAND AND NO/100 DOLLARS (\$425,000.00) as payment for the Building and any other improvements placed on the Property by the holder of the Easement, and an abandonment of the Easement will be placed of record in the office of the Chancery Court Clerk of Tishomingo County, Mississippi. The Purchaser will be required to pay the balance of the purchase price within five (5) days of the auction and TVA will deliver a Special Warranty Deed within twenty-five (25) days of full payment of the purchase price.

If the Easement Holder is the Purchaser, the amount of FOUR HUNDRED TWENTY-FIVE THOUSAND AND NO/100 (\$425,000.00) will be credited towards the purchase price and the Easement Holder will be required to pay the balance of the purchase price upon close of the auction. TVA will deliver a Special Warranty Deed for the Property within twenty-four (24) hours of full payment of the purchase price.

In the event the high bidder is unable to make the payments required hereunder, the Property may be re-auctioned at TVA's sole option. In the event the Purchaser does not pay the full purchase price, TVA will retain ten percent (10%) of the high bid as liquidated damages due to Purchaser's default in payment.

EXHIBIT A
TO
TENNESSEE VALLEY AUTHORITY
NOTICE OF PUBLIC AUCTION
CONTINUED

The deed will contain special warranties of title. Title to the Property was examined by TVA prior to purchase and is believed to be good, but no further warranties or insurance will be furnished by TVA. The Property is sold "AS IS, WHERE IS" with no representation or warranties of any kind except special warranties as to title. The square footage of the Building and the acreage are believed to be correctly stated; however, the tract is not sold on an acreage basis and no warranty as to either is made.

TVA does not represent that the Property to be sold will be acceptable as security for loans of money or that it will not be rendered unacceptable as such security by reason of the deed provisions and restrictions applicable thereto. While TVA may have suggested or recommended in its advertising or otherwise what it believes to be the highest and best use of the Property, it does not represent or warrant that the same is safe or suitable in any respect for such use.

The Property was acquired by the United States of America by virtue of the Warranty Deed from Mary Johnson, et al., for TVA Tract No. PR-378, dated September 5, 1935, of record in Deed Book B-25, page 46, in the office of the Chancery Court Clerk of Tishomingo County, Mississippi.

The Property will be conveyed subject to such rights as may be vested in the general public or adjoining owners in any public road running through the land; 2) such rights of third parties as would be revealed by a physical inspection or survey of the premises; and 3) such rights of third parties as would be revealed by an examination of the public records of Tishomingo County, Mississippi.

Grantor will reserve, for the benefit of itself, its successors and assigns, the right to maintain any existing boundary and traverse monuments and silt range stations upon the Land.

Grantor, its agents, successors or assigns, shall not be liable for any loss or damage to the Property due to erosion or soakage thereof as a result of wave action, fluctuation of water levels, or other causes.

Grantee, by acceptance of the special warranty deed, will covenant and agree on behalf of itself, its successors and assigns, that the following shall constitute real covenants which shall attach to and run with the Property and shall be binding upon anyone who may hereafter come into ownership thereof, whether by purchase, devise, descent, or succession:

- (a) Use of the Property shall be limited to industrial development purposes only.
- (b) The Appurtenant Rights shall be used solely to meet the shipping requirements of operations associated with industrial activities conducted on the Property and will not be used to operate as a commercial port in competition with the local port authority.
- (c) Grantee shall control all emissions of pollutants that might be discharged directly or indirectly into the atmosphere, into any stream, lake, reservoir, watercourse, or surface or subterranean waters, or into or on the ground from any part of the Property, in full compliance with all applicable standards and requirements relating to pollution control of any kind now in effect or hereafter established by or pursuant

EXHIBIT A
TO
TENNESSEE VALLEY AUTHORITY
NOTICE OF PUBLIC AUCTION
CONTINUED

to federal, state, or local statutes, ordinances, codes, or regulations.

- (d) Grantee shall conduct all land-disturbing activities on the Property in accordance with the best management practices as defined by Section 208 of the Clean Water Act and implementing regulations to control erosion and sedimentation so as to prevent adverse impact on water quality and related aquatic interests.
- (e) Grantee will not construct, operate, or maintain buildings, facilities, structures, or improvements of any nature, or place fill material on any portion of the Property, except such as are constructed, operated, and maintained in accordance with plans and specifications which shall first have been approved in writing by TVA.

The Property will be conveyed subject to any other terms, conditions, reservations, and/or requirements TVA finds necessary to protect its statutory obligations, program requirements, environmental commitments, and other interests.

**EXHIBIT B
TO
TENNESSEE VALLEY AUTHORITY
NOTICE OF PUBLIC AUCTION**

**YELLOW CREEK PORT INDUSTRIAL PARK
TVA TRACT NO. XYECR-16**

TERMS OF PUBLIC AUCTION

A parcel of land lying in Sections 22 and 27, Township 1 South, Range 10 East, Tishomingo County, State of Mississippi, also being on the west bank of the Yellow Creek embayment of Pickwick Reservoir opposite Tennessee-Tombigbee Waterway River mile 447.8R and Tennessee River mile 215L, as shown on US-TVA drawing No. 87 MS 422 G 511 (D) R.1, and being more particularly described as follows:

Commencing at a concrete monument on the US-TVA boundary line, being (US-TVA No. 24), also being the northwest Corner of said section 27; thence S76°28'50" E, 1,451.71 feet to an iron pin (found), being Corner No. 9-104 (Coordinates: N. 1,930,041.63 E. 679,016.38), also being the Point Of Beginning:

Thence leaving the point of beginning and with a curvature to the left having a radius of 607.6 feet and an arc length of 148.5 feet forming a chord of N27°15'12"E, 148.17 feet to an angle iron (set), being Corner No. 9-523; thence N22°56'49"E, 22.77 feet to an angle iron (set), being Corner No. 9-522; thence with a curvature to the left having a radius of 600.0 feet and an arc length of 238.1 feet forming a chord of N14°39'14"E, 236.55 feet to an angle iron (set), being Corner No. 9-521; thence N63°51'42"E, 49.90 feet to a railroad spike (found), being Corner No. 9-520; thence S33°34'04"E, 296.43 feet to a railroad spike (found), being Corner No. 9-519; thence S37°23'32"E, 236.52 feet to a railroad spike (found), being Corner No. 9-518; thence S40°05'50"E, 326.07 feet to an angle iron (set), being Corner No. 9-517; thence S60°53'23" W, 125.76 feet to an angle iron (set), being Corner No. 9-530; thence S29°07'20"E, 795.84 feet to an iron pin (found) on the 423-foot mean sea level contour line, being Corner No. 9-531; thence with the meanders of said 423-foot mean sea level contour line forming a chord of S76°25'46" W, 708.69 feet to an angle iron (found), being Corner No. 9-105; thence N13°26'00" W, 1,237.36 feet to the point of beginning and containing 17.70 acres, more or less.

Located on VTM Quad YELLOW CREEK, MS-AL-TN.-25NW.

The above described parcel of land is lying entirely within the SW-1/4 of Section 22 and the NW-1/4 of Section 27, Township 1 South, Range 10 East, Tishomingo County, and State of Mississippi.

Positions of Corners and directions of lines are referred the Mississippi (East) Coordinate System. The elevations for establishing the contours are based on NGVD 1929.

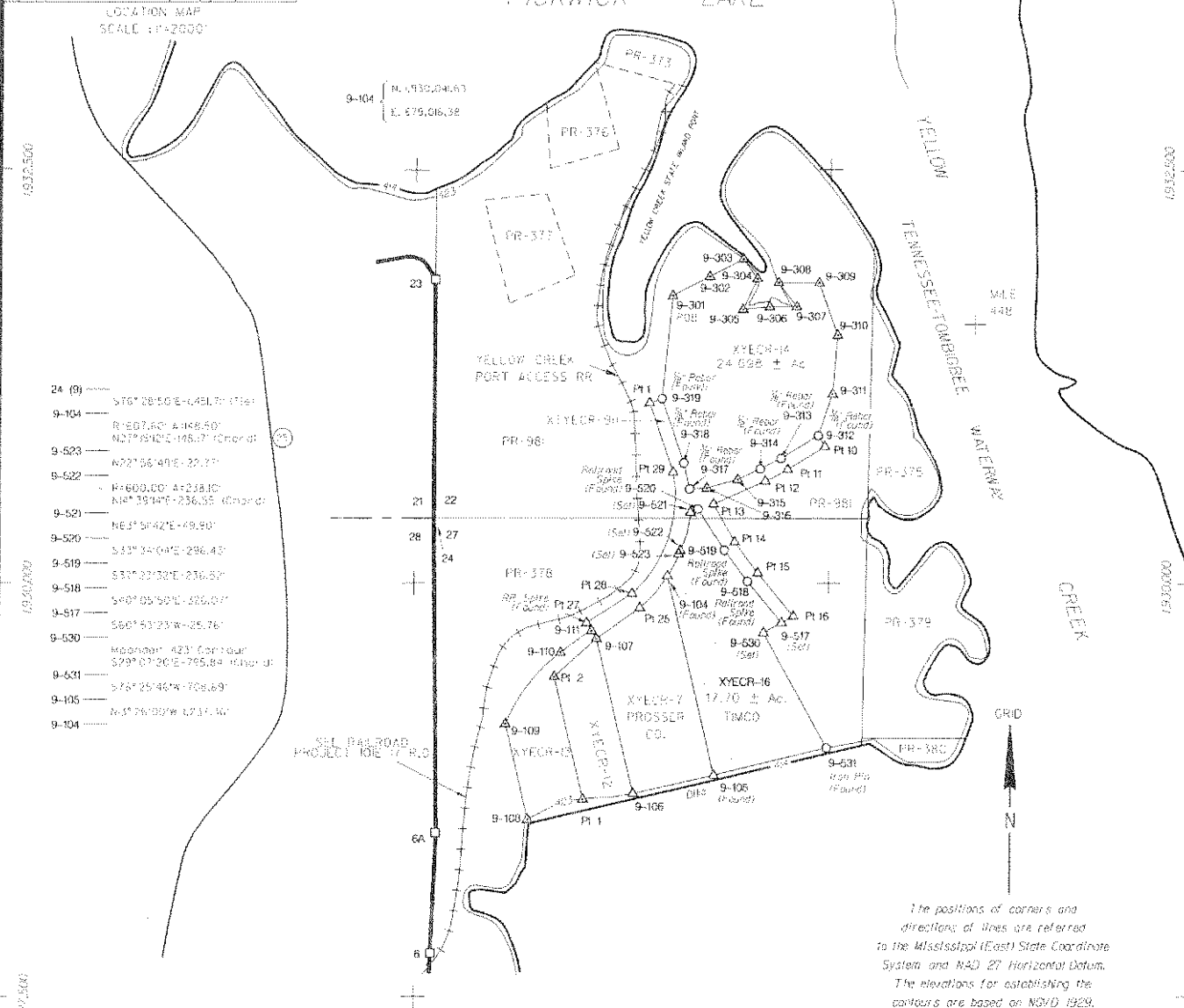
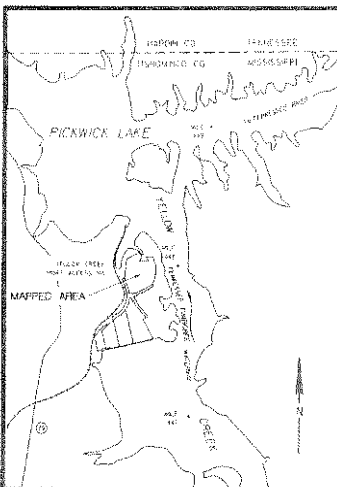
This description was prepared from Land Sale Maps 87 MS 422 G 506D R.0, 87 MS 422 G 510D R.0, and a survey dated February 8, 2006 and the maps and records of:

Tennessee Valley Authority
1101 Market Street
MR 4B-C
Chattanooga, TN. 37402-2801

EXHIBIT C TO TENNESSEE VALLEY AUTHORITY NOTICE OF PUBLIC AUCTION

NO.	REVISION	DATE	MADE
1	15775487	12/15/2005	LLM

SURVEYED... DATE: 08-24-2005
COMPILED... DATE: 02-03-2005
CHECKED... DATE: 02-03-2005



- 24 (9) --- S76°28'50"E-1451.9' (Found)
- 9-104 --- R=607.40' A=148.50'
- 9-523 --- N27°49'12"E-145.37' (Chord)
- 9-522 --- S72°56'49"E-122.77'
- 9-521 --- R=600.00' A=238.10'
- 9-520 --- N18°39'14"E-236.55' (Chord)
- 9-519 --- N63°51'42"E-49.90'
- 9-518 --- S33°34'04"E-296.43'
- 9-517 --- S33°22'32"E-236.82'
- 9-516 --- S40°05'50"E-280.07'
- 9-515 --- S60°53'23"W-25.76'
- 9-514 --- M=600.00' A=23' (Chord)
- 9-513 --- S79°07'20"E-795.89' (Chord)
- 9-512 --- S76°25'46"W-708.69'
- 9-511 --- N=57°06'09"W-1231.10'
- 9-104 ---

- 9-104 --- N00°47'21"E-1695.53' (Found)
- 9-301 --- N68°27'55"E-125.82'
- 9-302 --- S62°55'22"E-232.08'
- 9-303 --- S34°02'53"E-45.36'
- 9-304 --- S27°59'24"W-235.06'
- 9-305 --- N08°32'56"E-64.53'
- 9-306 --- N08°43'38"E-163.86'
- 9-307 --- N37°04'40"W-154.76'
- 9-308 --- S89°58'09"E-245.59'
- 9-309 --- S10°02'31"E-335.84'
- 9-310 --- S04°39'36"W-359.19'
- 9-311 --- S19°07'36"W-266.91'
- 9-312 ---
- 9-312 --- S58°14'27"W-76.154' (Chord)
- 9-313 --- S58°16'50"W-263.56' (Published)
- 9-314 --- S17°46'41"A=143.8'
- 9-315 --- S63°27'26"W-163.73' (Chord)
- 9-316 --- S62°48'57"W-163.56' (Published)
- 9-317 --- S65°21'5"W-151.36'
- 9-318 --- S62°17'56"W-161.40' (Published)
- 9-319 --- R=623.9' A=188.2'
- 9-320 --- S12°35'36"W-97.2' (Chord)
- 9-321 --- S74°37'24"W-151.13' (Published)
- 9-322 --- S88°55'27"W-105.05'
- 9-323 --- S88°58'53"W-105.25' (Published)
- 9-324 --- R=145.4' A=166.4'
- 9-325 --- S62°29'15"W-163.68' (Chord)
- 9-326 --- S62°29'56"W-163.11' (Published)
- 9-327 --- S18°50'25"W-415.40'
- 9-328 --- N18°43'13"W-415.44' (Published)
- 9-329 --- N05°29'23"E-627.52'
- 9-330 ---

LEGEND

- Unsurveyed boundary
- Survey line (1961)
- Water Marker
- Corner as described
- Reservation Boundary
- Normal Pipe Contour
- Line of XYECCR-16

Compiled from Large Scale Map 87 415 422 G 508D P.O.
87 MS 422 G 508D P.O. and a survey dated 04-24-2005.
Basis for Coordinates: YC-CP
Basis for Azimuth: YC-IG-R to YC-IG-L
Located on VTM Grid YELLOW CREEK, MS-AL-11-25NW.

The positions of corners and directions of lines are referred to the Mississippi (East) State Coordinate System and NAD 27 Horizontal Datum. The elevations for establishing the contours are based on NGVD 1929.

LAND CONVEYANCE

LAND SALE MAP

TISHOMINGO COUNTY, MISSISSIPPI

Y. 15 R. 10E

YELLOW CREEK PORT PROJECT

TENNESSEE VALLEY AUTHORITY

SURVEYING SERVICES

500 0 500 1000 1500 2000

SCALE OF FEET

CHATTANOOGA

FEB 2005

87 MS 422 G 511(D)

R.1

DIGITAL NO. 870090081